

WILLIAM A. MUNDELL  
CHAIRMAN

JIM IRVIN  
COMMISSIONER

MARC SPITZER  
COMMISSIONER



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OPEN MEETING ITEM

ARIZONA CORPORATION COMMISSION

ORIGINAL

BRIAN C. McNEIL  
EXECUTIVE SECRETARY

RECEIVED

MARK SENDROW  
DIRECTOR

SECURITIES DIVISION  
1300 West Washington, Third Floor  
Phoenix, AZ 85007-2996  
TELEPHONE: (602) 542-4242  
FAX: (602) 594-7470

E-MAIL: accsec@ccsd.cc.state.az.us

AZ CORP COMMISSION  
DOCUMENT CONTROL

## MEMORANDUM

TO: Chairman William A. Mundell  
Commissioner Jim Irvin  
Commissioner Marc Spitzer

FROM: Mark Sendrow *MS*  
Director of Securities

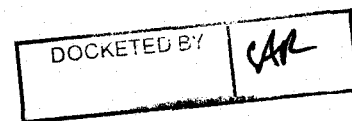
DATE: September 11, 2002

RE: In the matter of Bob's Cash Express, Inc., et al. (Docket No. S-03474A-02-0000); Proposed Consent Order pertaining to Respondents Bob's Cash Express, Inc., Bob's Land One, Inc., Challenge/Land USA, Inc., Arizona Digital Security Tech., Inc., American Dish Tech., Inc., Robert H. Roberts, Garrett L. Wright, Dan R. Harper, and Joyce Goodman

CC: Brian C. McNeil, Executive Secretary

Arizona Corporation Commission  
DOCKETED

SEP 12 2002



Attached is a proposed Order to Cease and Desist, Order for Restitution, Order for Administrative Penalties and Consent to Same by respondents Bob's Cash Express, Inc. ("Cash Express"), Bob's Land One, Inc. ("Land One"), Challenge/Land USA, Inc., Arizona Digital Security Tech., Inc. ("ADST"), American Dish Tech., Inc. ("ADT"), Robert H. Roberts ("Roberts"), Garrett L. Wright ("Wright"), Dan R. Harper ("Harper"), and Joyce Goodman ("Goodman") in the matter of Bob's Cash Express, Inc., et al. The proposed Order requires the foregoing respondents, hereinafter "Respondents," to cease and desist from further violations of the Securities Act of Arizona, to pay total restitution in the amount of \$653,320, and to jointly and severally pay administrative penalties in the amount of \$40,000.

In early 2001, after establishing the Arizona companies Cash Express and Land One in Tempe, Arizona, Respondents began soliciting prospective investors across the country for investments in a purported chain of metro Phoenix cash advance and check-cashing stores. According to the offering documents associated with this program, president Roberts, together with fellow officers Wright and Harper, were allegedly planning to segregate all investment proceeds in this program into a special company account until they had raised the target investment sum of \$5,000,000. As provided in these same offering materials, only when the full investment amount had been raised would the funds be released for use as follows: 50 percent to Land One for the acquisition of real estate and the construction of 10 check-cashing stores, and the remaining 50 percent to Cash Express for operating expenses and related costs associated with the management of these stores.

In fact, the investment funds raised for this venture were never segregated; monies that investors invested with the program were almost instantly transferred into other bank accounts, including the corporate accounts of two unrelated companies, ADST and ADT. Still other funds were withdrawn and used by Respondents on a number of unrelated expenditures, including trips, entertainment, and a Cadillac Escalade sports utility vehicle. Conversely, only a fraction of the investment monies was used for intended business purposes as set forth in the offering documents. According to a forensic accounting analysis, of the roughly \$653,000 raised by Respondents during the period from mid 2001 to March 2002, at least 80 percent of the investment funds were misappropriated for uses unrelated to the subject business venture.

Beyond the misappropriation of funds, Respondents offered and sold this investment program under the guise that this offering was a private placement outside the registration requirements of the Securities Act of Arizona. In fact, the investment funds in connection with this offering occurred through unsolicited "cold calls" to residents across the country. As such, there was no applicable private placement exemption for this offering, either for the unregistered securities associated with this program or for the unregistered salesmen making the sales. Salesmen such as Goodman routinely failed to tell prospective investors that both she and the Cash Express securities were unregistered. In addition, salesmen, including Goodman, made the claim that this offering was soon to "go public," and that such an event would make an investment worth several times its initial value. With the company having no operational history, there was no basis to make such claims.

The proposed Consent Order in this matter finds that Respondents have offered and sold unregistered securities, offered and sold securities without the requisite registration, and made multiple material misrepresentations to investors including the claim that their investment program was exempt from registration, that the available returns on the investment program would be exceptional, and that the investment proceeds from Respondents' offering would be strictly designated for real estate and operational expenses. Additionally, the proposed Consent Order finds that Respondents made material omissions in connection with the offer and sale of securities by, *inter alia*, failing to disclose that the bulk of investor funds were, in fact, being expended for salaries, entertainment, and other personal expenditures.

The proposed Consent requires Respondents to cease and desist from any further violations of the Securities Act, to reimburse investors by paying restitution in the total amount of \$653,320, and to jointly and severally pay administrative penalties in the amount of \$40,000 for multiple violations of the Securities Act of Arizona. The Order also requires an immediate, up front restitution payment of \$200,000. Of this initial payment, a substantial portion shall be drawn from monies and an asset (a Cadillac Escalade) lawfully seized from Respondents pursuant to seizure warrant executed in May, 2002. The Division recommends the proposed Consent Order on the grounds that it compels Respondents to reimburse investors for all known investor funds that Respondents have raised during their involvement with the above-referenced investment program, and it additionally assesses substantial administrative penalties to deter such future conduct.

Originator: Jamie Palfai

AG Assigned: Moira McCarthy

BEFORE THE ARIZONA CORPORATION COMMISSION

WILLIAM A. MUNDELL

Chairman

JIM IRVIN

Commissioner

MARC SPITZER

Commissioner

**In the matter of:**

**BOB'S CASH EXPRESS, INC.**

2155 East University Drive, Suite 110

Tempe, Arizona 85281

**BOB'S LAND ONE, INC.**

2155 East University Drive, Suite 110

Tempe, Arizona 85281

**CHALLENGE/LAND USA, INC.**

2155 East University Drive, Suite 110

Tempe, Arizona 85281

**ARIZONA DIGITAL SECURITY  
TECH., INC.**

2155 East University Drive, Suite 110

Tempe, Arizona 85281

**AMERICAN DISH TECH., INC.**

2155 East University Drive, Suite 110

Tempe, Arizona 85281

**ROBERT H. ROBERTS**

1300 West Warner Road, #2113

Gilbert, Arizona 85233

**DONALD P. SHOEMAKER**

555 North May Street, #14

Mesa, Arizona 85201

**GARRETT L. WRIGHT, (A/K/A  
GARRETT LEE)**

5530 North 17<sup>th</sup> Avenue, Apt. #A23

Phoenix, AZ 85015

**DAN ("D.J.") R. HARPER**

550 East Earll Drive, #7

Phoenix, Arizona 85012

Docket No. S-03474A-02-0000

Decision No. \_\_\_\_\_

**ORDER TO CEASE AND DESIST,  
ORDER OF RESTITUTION, ORDER  
FOR ADMINISTRATIVE PENALTIES  
AND CONSENT TO SAME BY:  
RESPONDENTS BOB'S CASH  
EXPRESS, INC., BOB'S LAND ONE,  
INC., CHALLENGE/LAND USA, INC.,  
ARIZONA DIGITAL SECURITY  
TECH., INC., AMERICAN DISH  
TECH., INC., ROBERT H. ROBERTS,  
GARRETT L. WRIGHT, DAN R.  
HARPER, and JOYCE GOODMAN**

**MICHAEL J. SAGNELLI**  
4011 West Camelback Road, Apt. Q-11  
Phoenix, Arizona 85019

**JOYCE GOODMAN**  
2141 South Palo Verde Drive  
Apache Junction, Arizona 85220

Respondents.

Respondents BOB'S CASH EXPRESS, INC., BOB'S LAND ONE, INC., CHALLENGE/LAND USA, INC., ARIZONA DIGITAL SECURITY TECH., INC., AMERICAN DISH TECH., INC., ROBERT H. ROBERTS, GARRETT L. WRIGHT, DAN R. HARPER, and JOYCE GOODMAN elect to permanently waive their right to a hearing and appeal under Articles 11 and 12 of the Securities Act of Arizona, A.R.S. § 44-1801, *et seq.*, in connection with this Order To Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same ("Order"). Each of the foregoing Respondents admit the jurisdiction of the Arizona Corporation Commission ("Commission"); neither admit nor deny the Findings of Fact and Conclusions of Law contained in this Order; and consent to the entry of this Order by the Commission.

## I.

### FINDINGS OF FACT

1. BOB'S CASH EXPRESS, INC. ("CASH EXPRESS"), whose last known address is 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation involved in the solicitation of investment capital for the purpose of financing and developing various Phoenix check cashing stores.

2. BOB'S LAND ONE, INC. ("LAND ONE"), whose last known address is also 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation affiliated with CASH EXPRESS, and is participating in the solicitation of investment capital for the purpose of financing the land acquisition components of the CASH EXPRESS operation.

1           3.     CHALLENGE/LAND USA, INC. ("CHALLENGE"), whose last known address is  
2 also 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation and is the  
3 purported "parent" company of both CASH EXPRESS and LAND ONE. In this capacity,  
4 CHALLENGE is directly responsible for the conduct of its two subsidiaries.

5           4.     ARIZONA DIGITAL SECURITY TECH., INC. ("ADST"), whose last known  
6 address is also 2155 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation  
7 allegedly involved in the installation and service of personal security systems. ADST bank accounts  
8 have been utilized by CASH EXPRESS as a repository for monies derived from CASH EXPRESS  
9 investors.

10          5.     AMERICAN DISH TECH., INC. ("ADT"), whose last known address is also 2155  
11 East University Drive, Suite 110, Tempe, Arizona, is an Arizona corporation allegedly involved in  
12 the sale, installation and service of personal satellite units. ADT bank accounts have been utilized  
13 by CASH EXPRESS as a repository for monies derived from CASH EXPRESS investors.

14          6.     ROBERT H. ROBERTS ("ROBERTS"), whose last known address is 1300 West  
15 Warner Road, #2113, Gilbert, Arizona, is the president, director and co-founder of CASH  
16 EXPRESS, LAND ONE, and ADT. In these capacities, ROBERTS controls and bears  
17 responsibility for the companies' financial affairs and investor solicitation activities.

18          7.     GARRETT L. WRIGHT ("WRIGHT"), whose last known address is 5530 North  
19 17<sup>th</sup> Avenue, #A23, Phoenix, Arizona, is the vice president and the director of operations of CASH  
20 EXPRESS and LAND ONE. In these capacities, WRIGHT participates in the operation, financial  
21 affairs and investment solicitation activities of the two companies.

22          8.     DAN (D.J.) R. HARPER ("HARPER"), whose last known address is 550 East Earll  
23 Drive, #7, Phoenix, Arizona, is the vice president and director of investor relations for CASH  
24 EXPRESS and LAND ONE. In such capacities, HARPER is responsible for coordinating  
25 investment relations and investment solicitations for the two companies.

26     ...

1           9.     JOYCE GOODMAN ("GOODMAN"), whose last known address is 2141 South  
2 Palo Verde Drive, Apache Junction, Arizona, is a salesman at the telemarketing offices of CASH  
3 EXPRESS/LAND ONE in Tempe, Arizona. In this capacity, GOODMAN participates in the  
4 offering and selling of promissory notes for these companies.

5           10.    CASH EXPRESS, LAND ONE, CHALLENGE, ROBERTS, WRIGHT, HARPER,  
6 and GOODMAN may be collectively referred to as "CASH EXPRESS RESPONDENTS."

7           11.    ADST and ADT may be collectively referred to as "ABETTING COMPANY  
8 RESPONDENTS."

9           12.    CASH EXPRESS RESPONDENTS and ABETTING COMPANY  
10 RESPONDENTS shall collectively be referred to as "RESPONDENTS."

11          13.    CASH EXPRESS RESPONDENTS have been participating in the offer and sale of  
12 investment products within or from Arizona since at least the spring of 2001. Over this period,  
13 CASH EXPRESS RESPONDENTS have directly or indirectly solicited prospective investors to  
14 invest in a check-cashing venture developed by CASH EXPRESS and its affiliated business, LAND  
15 ONE.

16          14.    As outlined in the company's promotional literature, CASH EXPRESS was  
17 allegedly devised to handle the operational side of the check-cashing venture, while its close  
18 affiliate, LAND ONE, was charged with acquiring the real estate and structures to house the check-  
19 cashing operations.

20          15.    According to offering materials, CASH EXPRESS RESPONDENTS were  
21 purportedly seeking to raise, through the sale of "convertible" promissory notes, an amount up to  
22 \$5,000,000 to finance the CASH EXPRESS business venture. By May 2002, CASH EXPRESS  
23 RESPONDENTS had raised a minimum of \$653,320 in investor funds for this project from  
24 investors throughout the country, including Arizona.

25          16.    Offering and selling activities associated with this CASH EXPRESS investment  
26 "opportunity" occurred from within the greater Phoenix area; the promotional literature associated

1 with this investment program originated out of RESPONDENTS' Tempe offices, and the  
2 investment funds for this program have been wired or otherwise remitted to bank accounts situated  
3 in Mesa, Arizona.

4 17. CASH EXPRESS RESPONDENTS have directly or indirectly sought investors to  
5 invest in the CASH EXPRESS business venture through the widespread use of unsolicited "cold-  
6 calls" to residents across the country.

7 18. On October 31, 2001, a CASH EXPRESS sales representative, made an unsolicited  
8 cold-call to an Oregon resident to offer this individual an opportunity to invest in CASH  
9 EXPRESS'S Phoenix check cashing project.

10 19. During this sales pitch, the salesman claimed that the security he was selling was a  
11 private placement "registered with the SEC." In fact, CASH EXPRESS has not registered its  
12 securities with the SEC.

13 20. The CASH EXPRESS salesman also told the prospective investor that he was  
14 "currently paying [his] investors 20% per annum" for the next 18 months, after which the company  
15 intended to go public. By going public, the salesman claimed that investors would "conservatively"  
16 receive a 400 to 500 percent return on their CASH EXPRESS investments. With CASH EXPRESS  
17 having no operational history, this CASH EXPRESS sales representative had no factual basis to  
18 make such a prediction as to the investors' ultimate returns.

19 21. During the same solicitation, this salesman made no reference to any of the  
20 potential risks associated with this investment. Additionally, the salesman also failed to inform  
21 the prospective investor that neither he nor CASH EXPRESS was registered to sell securities  
22 within or from Arizona. Still further, the CASH EXPRESS salesman failed to disclose that the  
23 CASH EXPRESS RESPONDENTS had not registered the CASH EXPRESS securities in  
24 Arizona, and had not made any other filings in this state to qualify for an exemption from such  
25 registration.

26 ...

1        22. In late May, 2001, GOODMAN made a similar unsolicited call to a prospective  
2 Arizona investor. During this call, GOODMAN represented to the prospective investor that an  
3 investment with CASH EXPRESS, for a program minimum of \$20,000, would provide a return to  
4 the investor of 20% per annum until the company "went public."

5        23. GOODMAN subsequently sent a memo to the prospective investor, claiming that  
6 when the company went public, through an IPO in March of 2003, the investor would receive a  
7 payment 5 to 10 times the amount of the investor's initial investment. Again, with no operational  
8 history to draw on, GOODMAN had no factual basis to make such a representation.

9        24. As with the other CASH EXPRESS salesman, GOODMAN made no reference to  
10 any of the potential risks associated with this investment. GOODMAN also failed to inform the  
11 prospective investor that neither she nor CASH EXPRESS was registered to sell securities within  
12 or from Arizona. GOODMAN similarly failed to disclose that CASH EXPRESS  
13 RESPONDENTS had not registered the CASH EXPRESS securities in Arizona, and had not  
14 made any other filings in this state to qualify for an exemption from such registration.

15        25. As part of the solicitation efforts, CASH EXPRESS RESPONDENTS prepared,  
16 supported, procured and/or dispatched company prospectuses to prospective investors outlining  
17 the business plans and terms of the CASH EXPRESS investment opportunity.

18        26. In what was termed a private placement memorandum, or "PPM," this prospectus  
19 represented that all investor funds for the CASH EXPRESS project would be maintained in a  
20 segregated bank account until the offering was closed. In fact, investor funds were commingled  
21 into other accounts almost as soon as they were deposited or wired into the CASH EXPRESS  
22 investor accounts.

23        27. The PPM also claimed that the CASH EXPRESS offering was being made  
24 pursuant to registration exemptions under "4(2)" (a private placement exemption) and under  
25 "505" (a limited offering exemption). In fact, this offering was a general (*i.e.*, non-private)  
26 solicitation to investors across the country that had failed to meet the filing requirements for a



1 505 exemption under Arizona's state securities laws. As such, neither of these two exemptions  
2 had any applicability to the CASH EXPRESS offering within or from Arizona.

3 28. The PPM also represented that the officers of CASH EXPRESS had solid  
4 backgrounds and vast experience in the industry to successfully manage this business venture.  
5 These same biographies failed to mention that ROBERTS had been the vice president of Quick  
6 Cash Advance, Inc. prior to this venture, a similar check-cashing company that had been charged  
7 with securities fraud and securities registration violations by multiple states over the past three  
8 years, including Arizona. The PPM also failed to mention that WRIGHT and HARPER had also  
9 been officers or employees of Quick Cash Advance, Inc. prior to working for CASH EXPRESS.  
10 Quick Cash Advance, Inc. is now insolvent, and has defaulted on an extensive number of note  
11 offerings made to investors.

12 29. The offering documents also maintained that the investment proceeds would be  
13 used as follows: One half of the proceeds to CASH EXPRESS, to establish up to 10 check  
14 cashing branches and to provide the working capital for such branches, and one half of the  
15 proceeds to LAND ONE, to be used for the acquisition of land and buildings and to pay offering  
16 expenses (offering expenses were not to exceed 10% of investor proceeds). In fact, the bulk of  
17 the investor funds from this offering were diverted into other bank accounts, including the  
18 corporate accounts for ABETTING COMPANY RESPONDENTS. Moreover, a substantial  
19 portion of these diverted funds were ultimately used for unrelated personal expenditures,  
20 including a luxury Cadillac Escalade.

21 30. To date, CASH EXPRESS RESPONDENTS have directly or indirectly sold  
22 investments in CASH EXPRESS to a minimum of 80 Arizona and out-of-state investors. During  
23 this same time, CASH EXPRESS RESPONDENTS have directly or indirectly raised a minimum  
24 of \$653,320.

25 31. Of the known investor amounts raised, a vast majority has been diverted into non-  
26 investor accounts or into unrelated company accounts. Conversely, no investor funds were found

1 to have been used for land acquisition and/or store facilities, and only a negligible amount had  
2 been expended on items even tangentially related to company operations.

3 **II.**

4 **CONCLUSIONS OF LAW**

5 1. The Commission has jurisdiction over this matter pursuant to Article XV of the  
6 Arizona Constitution and the Securities Act.

7 2. CASH EXPRESS RESPONDENTS offered or sold securities within or from  
8 Arizona, within the meaning of A.R.S. §§ 44-1801(15), 44-1801(21), and 44-1801(26).

9 3. CASH EXPRESS RESPONDENTS violated A.R.S. § 44-1841 by offering or  
10 selling securities that were neither registered nor exempt from registration.

11 4. CASH EXPRESS RESPONDENTS violated A.R.S. § 44-1842 by offering or  
12 selling securities while neither registered as dealers or salesmen nor exempt from registration.

13 5. RESPONDENTS violated A.R.S. § 44-1991 by (a) employing a device, scheme or  
14 artifice to defraud, (b) making untrue statements or misleading omissions of material facts, and (c)  
15 engaging in transactions, practices or courses of business which operate or would operate as a  
16 fraud or deceit upon investors.

17 6. RESPONDENTS' conduct is grounds for a cease and desist order pursuant to  
18 A.R.S. §§ 44-2032.

19 7. RESPONDENTS' conduct is grounds for an order of restitution pursuant to A.R.S.  
20 §§ 44-2032.

21 8. RESPONDENTS' conduct is grounds for administrative penalties pursuant to  
22 A.R.S. §§ 44-2036.

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III.

ORDER

THEREFORE, on the basis of the Findings of Fact, Conclusions of Law, and the RESPONDENTS' consent to the entry of this Order, the Commission finds that the following relief is appropriate, in the public interest, and necessary for the protection of investors:

IT IS ORDERED, pursuant to A.R.S. § 44-2032, that RESPONDENTS, and any of RESPONDENTS' agents, employees, successors and/or assigns, permanently cease and desist from violating the Securities Act.

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that Respondents CASH EXPRESS, LAND ONE, CHALLENGE, ADST, ADT and ROBERTS shall, jointly and severally, pay restitution to investors as shown on the records of the Commission in the amount of \$653,320. Of this total restitution figure, Respondents HARPER and WRIGHT shall be jointly and severally liable for 40 percent of this amount, equaling the sum of \$261,328. Additionally, Respondent GOODMAN shall be jointly and severally liable for 35 percent of this total restitution figure, equaling the sum of \$228,662.

IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that restitution shall be made in installments as follows: an initial minimum payment of \$200,000, due and payable on the date of this Order; subsequent semi-annual payments of at least \$25,000, commencing on or before the 1<sup>st</sup> day of February, 2003, and continuing thereafter at six month intervals until the full restitution amount is paid in full. Any outstanding balance that becomes due and payable as outlined above shall accrue interest at the rate of 10% per annum from the scheduled date of payment until paid in full. Payment shall be made by cashier's check or money order payable to the "State of Arizona" to be placed in an interest-bearing account maintained and controlled by the Arizona Attorney General. The Arizona Attorney General shall disburse the funds on a pro rata basis to investors. If all investors are paid in full, any excess funds shall revert to the state of Arizona.

1 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2032, that RESPONDENTS may  
2 elect to apply the fair market value of the asset<sup>1</sup> and monies previously seized by warrant issued by  
3 the Superior Court of the State of Arizona in and for the County of Maricopa in the Matter of  
4 Bob's Cash Express, Inc., et al., designated SW 2002-000333, to defray part or all of the initial  
5 restitution obligations as prescribed under this Order, subject to the execution of the Consent of  
6 Forfeiture, attached hereto as Exhibit "A," respecting the same asset and monies.

7 IT IS FURTHER ORDERED, pursuant to A.R.S. § 44-2036, that RESPONDENTS shall  
8 jointly and severally pay, by cashier's check or money order, an administrative penalty in the  
9 amount of \$40,000. This payment obligation, payable to the "State of Arizona," shall be  
10 subordinated to any restitution obligations ordered herein, and shall become immediately due and  
11 payable only after all restitution payments have been paid in full or, alternatively, if  
12 RESPONDENTS have defaulted prior to fulfilling their restitution obligations. This  
13 administrative penalty shall be reduced in half to \$20,000 if and only if the restitution balance as  
14 outlined above has been satisfied in full.

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25 <sup>1</sup> Assuming no substitution bond is posted, the FMV for the asset referenced above, a Cadillac  
26 Escalade, shall be calculated using the purchase price of the vehicle at auction minus the expenses  
of sale.

1  
2 IT IS FURTHER ORDERED that if RESPONDENTS do not comply with the required  
3 restitution and administrative penalty payments as set forth herein, any and all outstanding  
4 balances may be deemed in default and shall be immediately due and payable.

5 IT IS FURTHER ORDERED that this Order shall become effective immediately.  
6

7 **BY ORDER OF THE ARIZONA CORPORATION COMMISSION**  
8

9  
10 CHAIRMAN

COMMISSIONER

COMMISSIONER

11  
12 IN WITNESS WHEREOF, I, BRIAN C. McNEIL,  
13 Executive Secretary of the Arizona Corporation  
14 Commission, have hereunto set my hand and caused  
15 the official seal of the Commission to be affixed at  
16 the Capitol, in the City of Phoenix, this \_\_\_\_\_ day  
17 of \_\_\_\_\_, 2002.

18 \_\_\_\_\_  
19 BRIAN C. McNEIL  
20 Executive Secretary

21 \_\_\_\_\_  
22 DISSENT

23  
24 (JP)

25 This document is available in alternative formats by contacting Shelly M. Hood, Executive  
26 Assistant to the Executive Secretary, voice phone number 602-542-3931, E-mail  
[shood@cc.state.az.us](mailto:shood@cc.state.az.us).

**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Robert H. Roberts ("ROBERTS"), an individual, admits the  
3 jurisdiction of the Commission over the subject matter of this proceeding. ROBERTS  
4 acknowledges that he has been fully advised of his right to a hearing to present evidence and call  
5 witnesses, and ROBERTS knowingly and voluntarily waives any and all rights to a hearing before  
6 the Commission and all other rights otherwise available under Article 11 of the Securities Act of  
7 Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. ROBERTS  
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative  
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the  
10 Commission.

11           2.       ROBERTS knowingly and voluntarily waives any right he may have under Article  
12 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary  
13 relief resulting from the entry of this Order.

14           3.       ROBERTS acknowledges and agrees that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.       ROBERTS acknowledges that he has been represented by counsel in this matter,  
17 that he has reviewed this Order with his attorney, and that he understands each of the terms and  
18 conditions contained therein.

19           5.       ROBERTS neither admits nor denies the Findings of Fact and Conclusions of Law  
20 contained in this Order. ROBERTS agrees that he shall acknowledge the existence of this Order in  
21 any present or future administrative proceeding before the Commission or before any other state  
22 agency in connection with the issuance of any license or registration required to engage in the  
23 practice of selling securities or provision of investment advisory services.

24           6.       By consenting to the entry of this Order, ROBERTS agrees not to take any action  
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding  
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. ROBERTS will undertake steps necessary to assure that all of his agents and  
2 employees understand and comply with this agreement.

3 7. ROBERTS understands and agrees that if the initial restitution payment due under  
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and  
5 monies seized in connection with this matter on or about May 8, 2002, ROBERTS will have  
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be  
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between ROBERTS and the  
9 Commission, ROBERTS understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. ROBERTS understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. ROBERTS understands that this Order does not preclude any other agency or  
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.


18 11. ROBERTS agrees that he will not apply to the state of Arizona for registration as a  
19 securities dealer or salesman or for licensure as an investment adviser or investment adviser  
20 representative unless and until such time that all restitution and penalties under this Order are paid  
21 in full.

22 12. ROBERTS agrees that he will not exercise any control over any entity that offers or  
23 sells securities or provides investment advisory services, within or from Arizona.

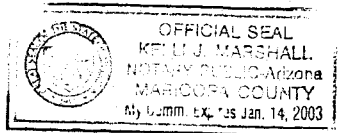
24 13. ROBERTS agrees that until restitution and penalties are paid in full, ROBERTS  
25 will notify the Director of the Securities Division within 30 days of any change in home address or  
26 any change in ROBERTS'S ability to pay amounts due under this Order.

14. ROBERTS understands that a default shall render him liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. ROBERTS consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If ROBERTS breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

  
Respondent Robert H. Roberts

SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30<sup>th</sup> day of August, 2002.



Kellie Marshall  
NOTARY PUBLIC

### My Commission Expires:

January 14, 2003



**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Garrett L. Wright ("WRIGHT"), an individual, admits the jurisdiction  
3 of the Commission over the subject matter of this proceeding. WRIGHT acknowledges that he has  
4 been fully advised of his right to a hearing to present evidence and call witnesses, and WRIGHT  
5 knowingly and voluntarily waives any and all rights to a hearing before the Commission and all  
6 other rights otherwise available under Article 11 of the Securities Act of Arizona ("Securities  
7 Act") and Title 14 of the Arizona Administrative Code. WRIGHT acknowledges that this Order to  
8 Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same  
9 (hereinafter "Order") constitutes a valid final order of the Commission.

10           2.       WRIGHT knowingly and voluntarily waives any right he may have under Article  
11 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary  
12 relief resulting from the entry of this Order.

13           3.       WRIGHT acknowledges and agrees that this Order is entered into freely and  
14 voluntarily and that no promise was made or coercion used to induce such entry.

15           4.       WRIGHT acknowledges that he has been represented by counsel in this matter,  
16 that he has reviewed this Order with his attorney, and that he understands each of the terms and  
17 conditions contained therein.

18           5.       WRIGHT neither admits nor denies the Findings of Fact and Conclusions of Law  
19 contained in this Order. WRIGHT agrees that he shall acknowledge the existence of this Order in  
20 any present or future administrative proceeding before the Commission or before any other state  
21 agency in connection with the issuance of any license or registration required to engage in the  
22 practice of selling securities or provision of investment advisory services.

23           6.       By consenting to the entry of this Order, WRIGHT agrees not to take any action or  
24 to make, or permit to be made, any public statement denying, directly or indirectly, any Finding of  
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without  
26

1 factual basis. WRIGHT will undertake steps necessary to assure that all of his agents and  
2 employees understand and comply with this agreement.

3 7. WRIGHT understands and agrees that if the initial restitution payment due under  
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and  
5 monies seized in connection with this matter on or about May 8, 2002, WRIGHT will have  
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be  
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between WRIGHT and the  
9 Commission, WRIGHT understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. WRIGHT understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. WRIGHT understands that this Order does not preclude any other agency or officer  
16 of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

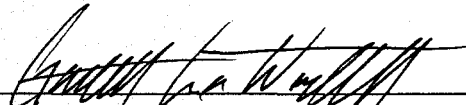
18 11. WRIGHT agrees that he will not apply to the state of Arizona for registration as a  
19 securities dealer or salesman or for licensure as an investment adviser or investment adviser  
20 representative unless and until such time that all restitution and penalties under this Order are paid  
21 in full.

22 12. WRIGHT agrees that he will not exercise any control over any entity that offers or  
23 sells securities or provides investment advisory services, within or from Arizona.

24 13. WRIGHT agrees that until restitution and penalties are paid in full, WRIGHT will  
25 notify the Director of the Securities Division within 30 days of any change in home address or any  
26 change in WRIGHT'S ability to pay amounts due under this Order.

14. WRIGHT understands that a default shall render him liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. WRIGHT consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If WRIGHT breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

  
Respondent Garrett L. Wright

SUBSCRIBED AND SWORN TO before me, by Garrett L. Wright, this 28 day of August, 2002.

  
NOTARY PUBLIC

My Commission Expires:

10/15/05



**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Dan R. Harper ("HARPER"), an individual, admits the jurisdiction of  
3 the Commission over the subject matter of this proceeding. HARPER acknowledges that he has  
4 been fully advised of his right to a hearing to present evidence and call witnesses, and HARPER  
5 knowingly and voluntarily waives any and all rights to a hearing before the Commission and all  
6 other rights otherwise available under Article 11 of the Securities Act of Arizona ("Securities  
7 Act") and Title 14 of the Arizona Administrative Code. HARPER acknowledges that this Order to  
8 Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same  
9 (hereinafter "Order") constitutes a valid final order of the Commission.

10           2.       HARPER knowingly and voluntarily waives any right he may have under Article  
11 12 of the Securities Act to judicial review in any court by way of suit, appeal, or extraordinary  
12 relief resulting from the entry of this Order.

13           3.       HARPER acknowledges and agrees that this Order is entered into freely and  
14 voluntarily and that no promise was made or coercion used to induce such entry.

15           4.       HARPER acknowledges that he has been represented by counsel in this matter, that  
16 he has reviewed this Order with his attorney, and that he understands each of the terms and  
17 conditions contained therein.

18           5.       HARPER neither admits nor denies the Findings of Fact and Conclusions of Law  
19 contained in this Order. HARPER agrees that he shall acknowledge the existence of this Order in  
20 any present or future administrative proceeding before the Commission or before any other state  
21 agency in connection with the issuance of any license or registration required to engage in the  
22 practice of selling securities or provision of investment advisory services.

23           6.       By consenting to the entry of this Order, HARPER agrees not to take any action or  
24 to make, or permit to be made, any public statement denying, directly or indirectly, any Finding of  
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without  
26

1 factual basis. HARPER will undertake steps necessary to assure that all of his agents and  
2 employees understand and comply with this agreement.

3 7. HARPER understands and agrees that if the initial restitution payment due under  
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and  
5 monies seized in connection with this matter on or about May 8, 2002, HARPER will have  
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be  
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between HARPER and the  
9 Commission, HARPER understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. HARPER understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. HARPER understands that this Order does not preclude any other agency or officer  
16 of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

18 11. HARPER agrees that he will not apply to the state of Arizona for registration as a  
19 securities dealer or salesman or for licensure as an investment adviser or investment adviser  
20 representative unless and until such time that all restitution and penalties under this Order are paid  
21 in full.

22 12. HARPER agrees that he will not exercise any control over any entity that offers or  
23 sells securities or provides investment advisory services, within or from Arizona.

24 13. HARPER agrees that until restitution and penalties are paid in full, HARPER will  
25 notify the Director of the Securities Division within 30 days of any change in home address or any  
26 change in HARPER'S ability to pay amounts due under this Order.

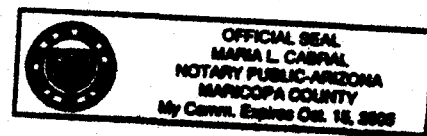
14. HARPER understands that a default shall render him liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. HARPER consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If HARPER breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

Dan R. Harper  
Respondent Dan R. Harper

SUBSCRIBED AND SWORN TO before me, by Dan R. Harper, this 28 day of Aug, 2002.

Maria J. Calvey  
NOTARY PUBLIC



### My Commission Expires:

10/15/05

**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Joyce Goodman ("GOODMAN"), an individual, admits the jurisdiction  
3 of the Commission over the subject matter of this proceeding. GOODMAN acknowledges that she  
4 has been fully advised of her right to a hearing to present evidence and call witnesses, and  
5 GOODMAN knowingly and voluntarily waives any and all rights to a hearing before the  
6 Commission and all other rights otherwise available under Article 11 of the Securities Act of  
7 Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. GOODMAN  
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative  
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the  
10 Commission.

11           2.       GOODMAN knowingly and voluntarily waives any right she may have under  
12 Article 12 of the Securities Act to judicial review in any court by way of suit, appeal, or  
13 extraordinary relief resulting from the entry of this Order.

14           3.       GOODMAN acknowledges and agrees that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.       GOODMAN acknowledges that she has been represented by counsel in this matter,  
17 that she has reviewed this Order with her attorney, and that she understands each of the terms and  
18 conditions contained therein.

19           5.       GOODMAN neither admits nor denies the Findings of Fact and Conclusions of  
20 Law contained in this Order. GOODMAN agrees that she shall acknowledge the existence of this  
21 Order in any present or future administrative proceeding before the Commission or before any  
22 other state agency in connection with the issuance of any license or registration required to engage  
23 in the practice of selling securities or provision of investment advisory services.

24           6.       By consenting to the entry of this Order, GOODMAN agrees not to take any action  
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding  
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. GOODMAN will undertake steps necessary to assure that all of her agents and  
2 employees understand and comply with this agreement.

3 7. GOODMAN understands and agrees that if the initial restitution payment due under  
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and  
5 monies seized in connection with this matter on or about May 8, 2002, GOODMAN will have  
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be  
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between GOODMAN and the  
9 Commission, GOODMAN understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. GOODMAN understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. GOODMAN understands that this Order does not preclude any other agency or  
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

18 11. GOODMAN agrees that she will not apply to the state of Arizona for registration as  
19 a securities dealer or salesman or for licensure as an investment adviser or investment adviser  
20 representative unless and until such time that all restitution and penalties under this Order are paid  
21 in full.

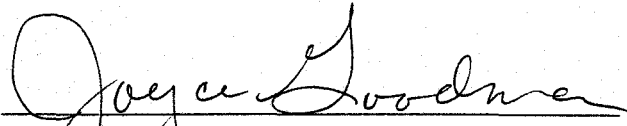
22 12. GOODMAN agrees that she will not exercise any control over any entity that offers  
23 or sells securities or provides investment advisory services, within or from Arizona.

24 13. GOODMAN agrees that until restitution and penalties are paid in full, GOODMAN  
25 will notify the Director of the Securities Division within 30 days of any change in home address or  
26 any change in GOODMAN'S ability to pay amounts due under this Order.

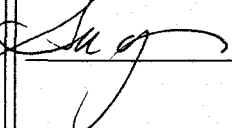


1           14. GOODMAN understands that a default shall render her liable to the Commission  
2 for its costs of collection and interest at the maximum legal rate.

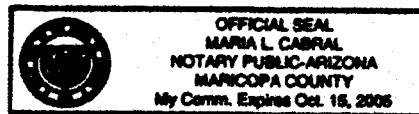
3           15. GOODMAN consents to the entry of this Order and agrees to be fully bound by its  
4 terms and conditions. If GOODMAN breaches any provision of this Order, the Commission may  
5 vacate this Order and restore this case to its active docket.

6  
7   
8 Respondent Joyce Goodman

9  
10 SUBSCRIBED AND SWORN TO before me, by Joyce Goodman, this 28 day of

11 , 2002.  
12

13  
14   
15 NOTARY PUBLIC



18 My Commission Expires:

19 10/15/05  
20  
21  
22  
23  
24  
25  
26

**CONSENT TO ENTRY OF ORDER**

1  
2       1.       Respondent Bob's Cash Express, Inc. ("CASH EXPRESS"), an Arizona  
3 corporation, admits the jurisdiction of the Commission over the subject matter of this proceeding.  
4 CASH EXPRESS acknowledges that it has been fully advised of its right to a hearing to present  
5 evidence and call witnesses, and that CASH EXPRESS knowingly and voluntarily waives any and  
6 all rights to a hearing before the Commission and all other rights otherwise available under Article  
7 11 of the Securities Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative  
8 Code. CASH EXPRESS acknowledges that this Order to Cease and Desist, Order of Restitution,  
9 Order for Administrative Penalties and Consent to Same (hereinafter "Order") constitutes a valid  
10 final order of the Commission.

11       2.       CASH EXPRESS knowingly and voluntarily waives any right it may have under  
12 Article 12 of the Securities Act to judicial review by any court by way of suit, appeal, or  
13 extraordinary relief resulting from the entry of this Order.

14       3.       CASH EXPRESS acknowledges and agrees that this Order is entered into freely  
15 and voluntarily and that no promise was made or coercion used to induce such entry.

16       4.       CASH EXPRESS acknowledges that it has been represented by counsel in this  
17 matter, that CASH EXPRESS'S principal has reviewed this Order with such counsel, and that  
18 CASH EXPRESS'S principal understands each of the terms and conditions contained therein.

19       5.       CASH EXPRESS neither admits nor denies the Findings of Fact and Conclusions  
20 of Law contained in this Order. CASH EXPRESS agrees that it shall acknowledge the existence  
21 of this Order in any present or future administrative proceeding before the Commission or before  
22 any other state agency in connection with the issuance of any license or registration required to  
23 engage in the practice of selling securities or provision of investment advisory services.

24       6.       By consenting to the entry of this Order, CASH EXPRESS agrees not to take any  
25 action or to make, or permit to be made, any public statement denying, directly or indirectly, any  
26 Finding of Fact or Conclusion of Law in this Order or creating the impression that this Order is

1 without factual basis. CASH EXPRESS will undertake steps necessary to assure that all of its  
2 agents and employees understand and comply with this agreement.

3 7. CASH EXPRESS understands and agrees that if the initial restitution payment due  
4 under this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset  
5 and monies seized in connection with this matter on or about May 8, 2002, CASH EXPRESS will  
6 have willingly forfeited any and all legal claims and interests in the same asset and monies, and  
7 will be forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between CASH EXPRESS and  
9 the Commission, CASH EXPRESS understands that this Order does not preclude the Commission  
10 from instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. CASH EXPRESS understands that this Order does not preclude the Commission  
13 from referring this matter to any governmental agency for administrative, civil, or criminal  
14 proceedings that may be related to the matters addressed by this Order.

15 10. CASH EXPRESS understands that this Order does not preclude any other agency  
16 or officer of the state of Arizona or its subdivisions from instituting administrative, civil or  
17 criminal proceedings that may be related to matters addressed by this Order.

18 11. CASH EXPRESS agrees that it will not apply to the state of Arizona for  
19 registration as a securities dealer or for licensure as an investment adviser unless and until such  
20 time that all restitution and penalties under this Order are paid in full.

21 12. CASH EXPRESS agrees that it will not exercise any control over any entity that  
22 offers or sells securities or provides investment advisory services, within or from Arizona.

23 13. CASH EXPRESS agrees that until restitution and penalties are paid in full, CASH  
24 EXPRESS will notify the Director of the Securities Division within 30 days of any change in  
25 address or any change in CASH EXPRESS'S ability to pay amounts due under this Order.

26 ...

14. CASH EXPRESS understands that a default shall render it liable to the Commission for its costs of collection and interest at the maximum legal rate.

15. CASH EXPRESS consents to the entry of this Order and agrees to be fully bound by its terms and conditions. If CASH EXPRESS breaches any provision of this Order, the Commission may vacate this Order and restore this case to its active docket.

Bob's Cash Express, Inc.

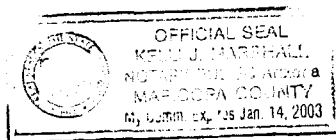
By:

Robert H. Roberts

Its:

president

SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30<sup>th</sup> day of August, 2002.



Kelli J. Marshall  
NOTARY PUBLIC

My Commission Expires:

January 14, 2003

**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Bob's Land One, Inc. ("LAND ONE"), an Arizona corporation, admits  
3 the jurisdiction of the Commission over the subject matter of this proceeding. LAND ONE  
4 acknowledges that it has been fully advised of its right to a hearing to present evidence and call  
5 witnesses, and that LAND ONE knowingly and voluntarily waives any and all rights to a hearing  
6 before the Commission and all other rights otherwise available under Article 11 of the Securities  
7 Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. LAND ONE  
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative  
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the  
10 Commission.

11           2.       LAND ONE knowingly and voluntarily waives any right it may have under Article  
12 12 of the Securities Act to judicial review by any court by way of suit, appeal, or extraordinary  
13 relief resulting from the entry of this Order.

14           3.       LAND ONE acknowledges and agrees that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.       LAND ONE acknowledges that it has been represented by counsel in this matter,  
17 that LAND ONE'S principal has reviewed this Order with such counsel, and that LAND ONE'S  
18 principal understands each of the terms and conditions contained therein.

19           5.       LAND ONE neither admits nor denies the Findings of Fact and Conclusions of  
20 Law contained in this Order. LAND ONE agrees that it shall acknowledge the existence of this  
21 Order in any present or future administrative proceeding before the Commission or before any  
22 other state agency in connection with the issuance of any license or registration required to engage  
23 in the practice of selling securities or provision of investment advisory services.

24           6.       By consenting to the entry of this Order, LAND ONE agrees not to take any action  
25 or to make, or permit to be made, any public statement denying, directly or indirectly, any Finding  
26 of Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. LAND ONE will undertake steps necessary to assure that all of its agents and  
2 employees understand and comply with this agreement.

3 7. LAND ONE understands and agrees that if the initial restitution payment due under  
4 this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and  
5 monies seized in connection with this matter on or about May 8, 2002, LAND ONE will have  
6 willingly forfeited any and all legal claims and interests in the same asset and monies, and will be  
7 forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between LAND ONE and the  
9 Commission, LAND ONE understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. LAND ONE understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. LAND ONE understands that this Order does not preclude any other agency or  
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

18 11. LAND ONE agrees that it will not apply to the state of Arizona for registration as a  
19 securities dealer or for licensure as an investment adviser unless and until such time that all  
20 restitution and penalties under this Order are paid in full.

21 12. LAND ONE agrees that it will not exercise any control over any entity that offers or  
22 sells securities or provides investment advisory services, within or from Arizona.

23 13. LAND ONE agrees that until restitution and penalties are paid in full, LAND ONE  
24 will notify the Director of the Securities Division within 30 days of any change in address or any  
25 change in LAND ONE'S ability to pay amounts due under this Order.

26 ...

1 14. LAND ONE understands that a default shall render it liable to the Commission for  
2 its costs of collection and interest at the maximum legal rate.

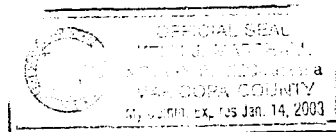
3 15. LAND ONE consents to the entry of this Order and agrees to be fully bound by its  
4 terms and conditions. If LAND ONE breaches any provision of this Order, the Commission may  
5 vacate this Order and restore this case to its active docket.

6  
7 Bob's Land One, Inc.

8  
9 By: Robert H. Roberts

10 Its: president

11  
12  
13 SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30<sup>th</sup> day of  
14 August, 2002.



18 Kelli J. Marshall  
19 NOTARY PUBLIC

20 My Commission Expires:

21 January 14, 2003  
22  
23  
24  
25  
26

**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent Challenge/Land USA, Inc. ("CHALLENGE"), an Arizona corporation,  
3 admits the jurisdiction of the Commission over the subject matter of this proceeding.  
4 CHALLENGE acknowledges that it has been fully advised of its right to a hearing to present  
5 evidence and call witnesses, and that CHALLENGE knowingly and voluntarily waives any and all  
6 rights to a hearing before the Commission and all other rights otherwise available under Article 11  
7 of the Securities Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative  
8 Code. CHALLENGE acknowledges that this Order to Cease and Desist, Order of Restitution,  
9 Order for Administrative Penalties and Consent to Same (hereinafter "Order") constitutes a valid  
10 final order of the Commission.

11           2.       CHALLENGE knowingly and voluntarily waives any right it may have under  
12 Article 12 of the Securities Act to judicial review by any court by way of suit, appeal, or  
13 extraordinary relief resulting from the entry of this Order.

14           3.       CHALLENGE acknowledges and agrees that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.       CHALLENGE acknowledges that it has been represented by counsel in this matter,  
17 that CHALLENGE'S principal has reviewed this Order with such counsel, and that  
18 CHALLENGE'S principal understands each of the terms and conditions contained therein.

19           5.       CHALLENGE neither admits nor denies the Findings of Fact and Conclusions of  
20 Law contained in this Order. CHALLENGE agrees that it shall acknowledge the existence of this  
21 Order in any present or future administrative proceeding before the Commission or before any  
22 other state agency in connection with the issuance of any license or registration required to engage  
23 in the practice of selling securities or provision of investment advisory services.

24           6.       By consenting to the entry of this Order, CHALLENGE agrees not to take any  
25 action or to make, or permit to be made, any public statement denying, directly or indirectly, any  
26 Finding of Fact or Conclusion of Law in this Order or creating the impression that this Order is



1 without factual basis. CHALLENGE will undertake steps necessary to assure that all of its agents  
2 and employees understand and comply with this agreement.

3 7. CHALLENGE understands and agrees that if the initial restitution payment due  
4 under this Order is satisfied in whole or in part through a voluntary waiver of claim to the asset  
5 and monies seized in connection with this matter on or about May 8, 2002, CHALLENGE will  
6 have willingly forfeited any and all legal claims and interests in the same asset and monies, and  
7 will be forever barred and estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between CHALLENGE and the  
9 Commission, CHALLENGE understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. CHALLENGE understands that this Order does not preclude the Commission from  
13 referring this matter to any governmental agency for administrative, civil, or criminal proceedings  
14 that may be related to the matters addressed by this Order.

15 10. CHALLENGE understands that this Order does not preclude any other agency or  
16 officer of the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

18 11. CHALLENGE agrees that it will not apply to the state of Arizona for registration  
19 as a securities dealer or for licensure as an investment adviser unless and until such time that all  
20 restitution and penalties under this Order are paid in full.

21 12. CHALLENGE agrees that it will not exercise any control over any entity that  
22 offers or sells securities or provides investment advisory services, within or from Arizona.

23 13. CHALLENGE agrees that until restitution and penalties are paid in full,  
24 CHALLENGE will notify the Director of the Securities Division within 30 days of any change in  
25 address or any change in CHALLENGE'S ability to pay amounts due under this Order.

26 ...

1 14. CHALLENGE understands that a default shall render it liable to the Commission  
2 for its costs of collection and interest at the maximum legal rate.

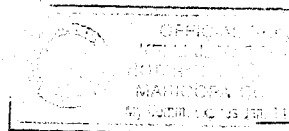
3 15. CHALLENGE consents to the entry of this Order and agrees to be fully bound by  
4 its terms and conditions. If CHALLENGE breaches any provision of this Order, the Commission  
5 may vacate this Order and restore this case to its active docket.  
6  
7

8 Challenge/Land USA, Inc.

9  
10 By: Robert H. Roberts

11 Its: CEO  
12  
13

14 SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30<sup>th</sup> day of  
15 August, 2002.



Kelly J. Marshall  
NOTARY PUBLIC

19 My Commission Expires:  
20

21 January 14, 2003  
22  
23  
24  
25  
26

**CONSENT TO ENTRY OF ORDER**

1  
2           1.     Respondent Arizona Digital Security Tech., Inc. ("ADST"), an Arizona  
3 corporation, admits the jurisdiction of the Commission over the subject matter of this proceeding.  
4 ADST acknowledges that it has been fully advised of its right to a hearing to present evidence and  
5 call witnesses, and that ADST knowingly and voluntarily waives any and all rights to a hearing  
6 before the Commission and all other rights otherwise available under Article 11 of the Securities  
7 Act of Arizona ("Securities Act") and Title 14 of the Arizona Administrative Code. ADST  
8 acknowledges that this Order to Cease and Desist, Order of Restitution, Order for Administrative  
9 Penalties and Consent to Same (hereinafter "Order") constitutes a valid final order of the  
10 Commission.

11           2.     ADST knowingly and voluntarily waives any right it may have under Article 12 of  
12 the Securities Act to judicial review by any court by way of suit, appeal, or extraordinary relief  
13 resulting from the entry of this Order.

14           3.     ADST acknowledges and agrees that this Order is entered into freely and  
15 voluntarily and that no promise was made or coercion used to induce such entry.

16           4.     ADST acknowledges that it has been represented by counsel in this matter, that  
17 ADST'S principal has reviewed this Order with such counsel, and that ADST'S principal  
18 understands each of the terms and conditions contained therein.

19           5.     ADST neither admits nor denies the Findings of Fact and Conclusions of Law  
20 contained in this Order. ADST agrees that it shall acknowledge the existence of this Order in any  
21 present or future administrative proceeding before the Commission or before any other state  
22 agency in connection with the issuance of any license or registration required to engage in the  
23 practice of selling securities or provision of investment advisory services.

24           6.     By consenting to the entry of this Order, ADST agrees not to take any action or to  
25 make, or permit to be made, any public statement denying, directly or indirectly, any Finding of  
26 Fact or Conclusion of Law in this Order or creating the impression that this Order is without

1 factual basis. ADST will undertake steps necessary to assure that all of its agents and employees  
2 understand and comply with this agreement.

3 7. ADST understands and agrees that if the initial restitution payment due under this  
4 Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and monies  
5 seized in connection with this matter on or about May 8, 2002, ADST will have willingly forfeited  
6 any and all legal claims and interests in the same asset and monies, and will be forever barred and  
7 estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between ADST and the  
9 Commission, ADST understands that this Order does not preclude the Commission from  
10 instituting other administrative proceedings based on violations that are not addressed by this  
11 Order.

12 9. ADST understands that this Order does not preclude the Commission from referring  
13 this matter to any governmental agency for administrative, civil, or criminal proceedings that may  
14 be related to the matters addressed by this Order.

15 10. ADST understands that this Order does not preclude any other agency or officer of  
16 the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
17 proceedings that may be related to matters addressed by this Order.

18 11. ADST agrees that it will not apply to the state of Arizona for registration as a  
19 securities dealer or for licensure as an investment adviser unless and until such time that all  
20 restitution and penalties under this Order are paid in full.

21 12. ADST agrees that it will not exercise any control over any entity that offers or sells  
22 securities or provides investment advisory services, within or from Arizona.

23 13. ADST agrees that until restitution and penalties are paid in full, ADST will notify  
24 the Director of the Securities Division within 30 days of any change in address or any change in  
25 ADST'S ability to pay amounts due under this Order.  
26

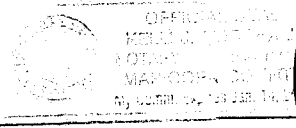
1           14.     ADST understands that a default shall render it liable to the Commission for its  
2 costs of collection and interest at the maximum legal rate.

3           15.     ADST consents to the entry of this Order and agrees to be fully bound by its terms  
4 and conditions. If ADST breaches any provision of this Order, the Commission may vacate this  
5 Order and restore this case to its active docket.

6  
7 Arizona Digital Security Tech., Inc.

8  
9 By: Robert H. Roberts  
10 Its: president  
11

12  
13 SUBSCRIBED AND SWORN TO before me, by Robert H. Roberts, this 30th day of  
14 August, 2002.

15  
16  Kelli J. Marshall  
17 NOTARY PUBLIC

18 My Commission Expires:

19  
20 January 14, 2003  
21  
22  
23  
24  
25  
26

**CONSENT TO ENTRY OF ORDER**

1  
2           1.       Respondent American Dish Tech., Inc. ("ADT"), an Arizona corporation, admits  
3 the jurisdiction of the Commission over the subject matter of this proceeding. ADT acknowledges  
4 that it has been fully advised of its right to a hearing to present evidence and call witnesses, and  
5 that ADT knowingly and voluntarily waives any and all rights to a hearing before the Commission  
6 and all other rights otherwise available under Article 11 of the Securities Act of Arizona  
7 ("Securities Act") and Title 14 of the Arizona Administrative Code. ADT acknowledges that this  
8 Order to Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to  
9 Same (hereinafter "Order") constitutes a valid final order of the Commission.

10           2.       ADT knowingly and voluntarily waives any right it may have under Article 12 of  
11 the Securities Act to judicial review by any court by way of suit, appeal, or extraordinary relief  
12 resulting from the entry of this Order.

13           3.       ADT acknowledges and agrees that this Order is entered into freely and voluntarily  
14 and that no promise was made or coercion used to induce such entry.

15           4.       ADT acknowledges that it has been represented by counsel in this matter, that  
16 ADT'S principal has reviewed this Order with such counsel, and that ADT'S principal understands  
17 each of the terms and conditions contained therein.

18           5.       ADT neither admits nor denies the Findings of Fact and Conclusions of Law  
19 contained in this Order. ADT agrees that it shall acknowledge the existence of this Order in any  
20 present or future administrative proceeding before the Commission or before any other state  
21 agency in connection with the issuance of any license or registration required to engage in the  
22 practice of selling securities or provision of investment advisory services.

23           6.       By consenting to the entry of this Order, ADT agrees not to take any action or to  
24 make, or permit to be made, any public statement denying, directly or indirectly, any Finding of  
25 Fact or Conclusion of Law in this Order or creating the impression that this Order is without  
26

1 factual basis. ADT will undertake steps necessary to assure that all of its agents and employees  
2 understand and comply with this agreement.

3 7. ADT understands and agrees that if the initial restitution payment due under this  
4 Order is satisfied in whole or in part through a voluntary waiver of claim to the asset and monies  
5 seized in connection with this matter on or about May 8, 2002, ADT will have willingly forfeited  
6 any and all legal claims and interests in the same asset and monies, and will be forever barred and  
7 estopped from making any subsequent demand on such items.

8 8. While this Order settles this administrative matter between ADT and the  
9 Commission, ADT understands that this Order does not preclude the Commission from instituting  
10 other administrative proceedings based on violations that are not addressed by this Order.

11 9. ADT understands that this Order does not preclude the Commission from referring  
12 this matter to any governmental agency for administrative, civil, or criminal proceedings that may  
13 be related to the matters addressed by this Order.

14 10. ADT understands that this Order does not preclude any other agency or officer of  
15 the state of Arizona or its subdivisions from instituting administrative, civil or criminal  
16 proceedings that may be related to matters addressed by this Order.

17 11. ADT agrees that it will not apply to the state of Arizona for registration as a  
18 securities dealer or for licensure as an investment adviser unless and until such time that all  
19 restitution and penalties under this Order are paid in full.

20 12. ADT agrees that it will not exercise any control over any entity that offers or sells  
21 securities or provides investment advisory services, within or from Arizona.

22 13. ADT agrees that until restitution and penalties are paid in full, ADT will notify the  
23 Director of the Securities Division within 30 days of any change in address or any change in  
24 ADT'S ability to pay amounts due under this Order.

25 14. ADT understands that a default shall render it liable to the Commission for its costs  
26 of collection and interest at the maximum legal rate.





JANET NAPOLITANO  
 Attorney General  
 (Firm State Bar No. 14000)  
 Jeffrey A. Rueter, # 015277  
 Assistant Attorney General  
 1275 West Washington Street  
 Phoenix, Arizona 85007  
 Telephone: (602) 542-3881  
 Attorneys for the STATE

IN THE SUPERIOR COURT OF THE STATE OF ARIZONA

IN AND FOR THE COUNTY OF MARICOPA

IN THE MATTER OF:

BOB'S CASH EXPRESS, INC.,  
 ET AL. AS DESCRIBED  
 IN APPENDIX ONE HERETO

NO. SW 2002-000333

CONSENT TO FORFEITURE

1) The undersigned hereby consent to entry of final judgment forfeiting the property listed on Appendix One hereto, pursuant to the terms set forth in the proposed Order to Cease and Desist, Order of Restitution, Order for Administrative Penalties and Consent to Same By: Respondents Bob's Cash Express, Inc., Bob's Land One, Inc., Challenge/Land USA, Inc., Arizona Digital Security Tech., Inc, American Dish Tech., Inc., Robert H. Roberts, Garrett L. Wright, Dan R. Harper, and Joyce Goodman (hereafter ACC Order) before the Arizona Corporation Commission in Docket No. S-03474A-02-0000, a copy of which is attached hereto.

2) The undersigned acknowledge that they have been served with a copy of the Notice of Pending Forfeiture, admit the jurisdiction of the Court, agree that the findings of fact and conclusions of law set forth in the proposed ACC Order will be entered, are aware of their right to trial in this matter and have waived same.

3) The undersigned state that, except as provided in the proposed ACC Order, no promise of any kind or nature whatsoever was made to anyone to induce the undersigned to enter into this Consent to Forfeiture and that they have entered into this Consent to Forfeiture voluntarily.

4) The undersigned acknowledge that the State's acceptance of this Consent to Forfeiture is solely for the purpose of settling this in rem forfeiture proceeding, and does not preclude the State, or any subdivision thereof, from instituting other civil or criminal proceedings as may be appropriate now or in the future.

Agreed:

  
MICHAEL SALCIDO, Esq.

Gust Rosenfeld PLC  
201 E Washington Suite 800  
Phoenix, AZ 85003-2327  
Attorney for Bob's Cash Express, Bob's Land One, Arizona Digital Security, American Dish Tech, Robert H. Roberts, Dan R. Harper Joyce Goodman, and Garrett L. Wright

Accepted:

JANET NAPOLITANO  
Attorney General

By:

Jeffrey A. Rueter  
Assistant Attorney General

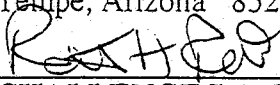
Agreed:

  
BOB'S CASH EXPRESS, INC.

2155 East University Drive, Suite 110  
Tempe, Arizona 85281

  
BOB'S LAND ONE, INC.

2155 East University Drive, Suite 110  
Tempe, Arizona 85281

  
CHALLENGE/LAND USA, INC.


2155 East University Drive, Suite 110  
Tempe, Arizona 85281

  
ROBERT H. ROBERTS

1300 West Warner Road, #2113  
Gilbert, Arizona 85233

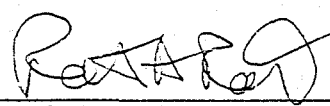
  
GARRETT L. WRIGHT

5530 North 17<sup>th</sup> Avenue, Apt. #A23  
Phoenix, AZ 85015

  
DAN ("D.J.") R. HARPER

550 East Earll Drive, #7  
Phoenix, Arizona 85012

Agreed:

  
ARIZONA DIGITAL SECURITY TECH., INC.

2155 East University Drive, Suite 110  
Tempe, Arizona 85281

  
AMERICAN DISH TECH., INC.

2155 East University Drive, Suite 110  
Tempe, Arizona 85281

  
JOYCE GOODMAN

2141 South Palo Verde Drive  
Apache Junction, Arizona 85220

APPENDIX ONE TO CONSENT TO FORFEITURE

Item One: Funds seized from bank accounts, totaling \$166,367.87, plus all interest accruing on said funds, including the following Bank Accounts:

- a. Bob's Cash Express House Acct. #0078277432
- b. Bob's Cash Express Payroll Acct. #0078277440
- c. Bob's Cash Express Operations Acct. #0078277459
- d. Bob's Cash Express Investor Acct. #0078277467
- e. Bob's Land One Acct. #0078277424
- f. Arizona Digital Security Tech Acct. #0086885301
- g. American Dish Tech Acct. #0086885298
- h. Bob's Cash Express Acct. #0086885719
- i. Bob's Cash Express Petty Cash Acct. #0086884852
- j. Arizona Digital Security Tech Acct. II #0086883392

Item Two: Vehicle or its value posted as bond in the amount of \$33,645.00.

- a. Description: 2000 Cadillac Escalade 4-door SUV
- License Plate: 468-EGE
- VIN: 1GYEK13R6YR145299
- Registered Owner: ARIZONA DIGITAL SECURITY TECH
- 2155 East University Avenue,
- Suite 110, Tempe, AZ
- Lienholders: NONE